



U.S. Department of Justice

United States Trustee, Region 17  
N.D. Cal., E.D. Cal., D. Nev.

San Francisco Division  
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June 3, 2002

via fax 617-864-1576

Barbara Levine  
The Brattle Group, Inc.  
44 Brattle Street  
Cambridge, MA 02138

re: *In re PG&E*  
U.S. Bankruptcy Court, N.D. of California  
Ch. 11 Case No.01-30923

Dear Ms. Levine:

The United States Trustee is reviewing your firm's *First Interim Application* for fees and expenses. We are concerned the air fare charges incurred by your team exceeded the cost of economy class airfares. The Bankruptcy Court's *Guidelines for Compensation and Expense Reimbursement of Professionals and Trustees* requires air fare charges be limited to cost. (Guideline #36). Attached is a summary of the air fares the firm charged. Kindly provide us with receipts for air fare charges in excess of \$1500 incurred by your firm.

On October 31, 2001, the firm incurred \$6074.50 in costs described as "Dow Jones Interactive research charges." Please provide us with an explanation of the charge and a copy of the invoice.

Thank you for your assistance. Please contact me if you have any questions.

Very truly yours,

Stephen L. Johnson  
Attorney

Encl.

cc: Patricia A. Cutler, Esq.  
William Lafferty

**EXHIBIT** 9

10/07/2001 0278	5900	\$40.00	Taxi to San Francisco airport for JAD
10/08/2001 0278	5900	\$53.00	Taxi from airport for JAD
10/10/2001 0178	5900	\$52.79	Taxi to Dulles airport for GNB
10/10/2001 0178	5900	\$51.00	Taxi for GNB from office to Dulles
10/10/2001 0178	5900	\$38.00	Taxi for PFP from San Francisco airport to hotel
10/10/2001 0178	5900	\$34.00	Taxi for GNB from SFO to hotel
10/11/2001 0278	5900	\$69.00	Back Bay Sedan to Logan airport for MJV
10/11/2001 0278	5900	\$15.00	Taxi from Reagan to DC office for MJV
10/12/2001 0178	5900	\$60.00	Taxi for GNB from Dulles to home
10/12/2001 0178	5900	\$40.00	Taxi for PFP from DC airport to home
10/12/2001 0178	5900	\$36.00	Taxi for PFP from hotel to SF airport
10/12/2001 0278	5900	\$30.00	Taxi from Logan airport to home for MJV
10/12/2001 0278	5900	\$15.00	Taxis from DC office to Reagan for MJV
02/26/2002 0178	5900	\$40.00	Taxi from home to Logan Airport for Romkaew Broehm
02/27/2002 0178	5900	\$20.00	Taxi from Brattle DC office to Reagan National Airport for Romkaew Broehm
<b>TAXIS</b>			
<b>\$120.29</b>			
09/27/2001 0078	5910	\$100.68	Telephone charge
09/27/2001 0078	5910	\$49.20	Telephone charge
10/15/2001 0278	5910	\$41.22	Telephone charge
10/21/2001 0178	5910	\$145.66	Telephone charge
10/31/2001 0078	5910	\$35.30	Telephone charge
11/12/2001 0178	5910	\$55.12	Telephone charge
11/30/2001 0078	5910	\$27.87	Telephone charge
02/28/2002 0078	5910	\$165.40	Telephone charge
<b>TELEPH</b>			
<b>\$620.45</b>			
09/28/2001 0478	5920	\$3,175.00	Airfare to San Francisco from Boston for JAD
10/01/2001 0278	5920	\$2,232.00	Airfare to Dulles airport and San Francisco for MJV
10/01/2001 0278	5920	\$609.00	Flight to Washington DC for ALK

10/03/2001 0278	5920	Airtline/Ra	\$1,978.25	Airtline ticket for JAD round trip from Washington, D.C. (10/3) to San Francisco CA, return trip 10/7
10/03/2001 0278	5920	Airtline/Ra	\$1,881.25	Airtline to San Francisco from Boston for MJV
10/03/2001 0278	5920	Airtline/Ra	\$40.00	Charge for flight change MJV
10/05/2001 0278	5920	Airtline/Ra	\$20.00	Charge for flight change MJV
10/10/2001 0178	5920	Airtline/Ra	\$3,424.00	Airtline to San Francisco for PFP
10/10/2001 0178	5920	Airtline/Ra	\$2,512.50	Airtline to San Francisco from DC for GNB
10/11/2001 0278	5920	Airtline/Ra	\$609.00	Airtline for MJV Boston to DC and return
02/26/2002 0178	5920	Airtline/Ra	\$392.50	Airtline from Boston to DC and back for Romkeew Broehm
AIR TRA \$19,873.50				
09/26/2001 0178	5900		\$0.00	Credit for Taxi for PFP
10/01/2001 0078	5480		\$0.00	Credit for Meal for WWL at La Chumiere
10/01/2001 0278	5480		\$0.00	Credit for Meals for ALK while in Washington, DC
10/02/2001 0278	5630		\$0.00	Credit for Lodging at Monarch Hotel for WWL
10/03/2001 0278	5480		\$0.00	Credit for Meal for MJV at TGI Fridays in Washington, DC
10/09/2001 0078	5900		\$0.00	Credit for Taxi from DC Brattle office to home Alex Synder
10/11/2001 0278	5480		\$0.00	Credit for Lunch for MJV at Fuddruckers in Washington, DC
10/16/2001 0078	5900		\$0.00	Credit for Taxi from DC Brattle office to home Alex Synder
10/20/2001 0078	5480		\$0.00	Credit for Meal for JAQ and Synder
10/22/2001 0078	5480		\$0.00	Credit for Meal for NSM at Sabra
10/22/2001 0078	5900		\$0.00	Credit for Taxi for Synder from Brattle to home
10/22/2001 0478	5480		\$0.00	Credit for Meal for MC1, Sabre
10/24/2001 0178	5480		\$0.00	Credit for Business meal by PFP at Star of Siam
10/24/2001 0178	5480		\$0.00	Credit for Business meal by PFP at COSI in Washington, D.C.
10/25/2001 0078	5480		\$0.00	Credit for Meal for NSM at Bombay Club
10/25/2001 0078	5480		\$0.00	Credit for Meal for JAQ
10/27/2001 0078	5900		\$0.00	Credit for Taxi for Synder from Brattle to home
10/28/2001 0178	5480		\$0.00	Credit for Meal for PFP at Malaysia Kopitan
10/29/2001 0078	5900		\$0.00	Credit for Taxi for GNB from Brattle to home

10/31/2001 0678	5720	\$6,074.50	Dow Jones Interactive research charges
10/31/2001 0178	5720	\$169.70	Dow Jones Interactive research charges
10/31/2001 0478	5720	\$165.00	Information service from Primark Disclosure
11/14/2001 0178	5720	\$40.61	Gelman Library Information Service charges incurred by Alex Snyder
12/10/2001 0678	5720	\$3.70	Research on Dow Jones Interactive
02/28/2002 0178	5720	\$17.70	Research fee from Dow Jones Interactive
RESEAR \$11,623.83			
09/30/2001 0078	5760	\$637.90	Photocopying for the month of September 2001
11/30/2001 0078	5760	\$510.20	Photocopying for the month of November 2001
12/31/2001 0078	5760	\$236.80	Photocopying for the month of December 2001
01/30/2002 0078	5760	\$254.10	Photocopying for the month of January 2002
02/28/2002 0078	5760	\$127.10	Photocopying for the month of February 2002
02/28/2002 0078	5760	\$32.40	Photocopy charges for the month of March 2002
10/31/2001 0078	5852	\$1,480.70	Photocopying for the month of October
10/24/2001 0078	5855	\$40.00	Misc.
COPIES \$3,319.20			
10/01/2001 0178	5900	\$116.50	Commonwealth Sedan Service to Airport for PFP
10/01/2001 0278	5900	\$57.00	Taxi to Logan Aiport for ALK
10/01/2001 0278	5900	\$52.00	Taxi to DC office for ALK
10/01/2001 0278	5900	\$33.00	Taxi to Logan airport for MJV
10/03/2001 0278	5900	\$55.00	Taxi to Dulles Airport for MJV
10/03/2001 0278	5900	\$55.00	Taxi to airport for JAD
10/03/2001 0278	5900	\$54.00	Taxi from Logan Airport for ALK
10/03/2001 0278	5900	\$54.00	Taxi to Dulles Airport for ALK
10/03/2001 0278	5900	\$50.00	Taxi from airport to hotel in San Francisco for MJV
10/04/2001 0278	5900	\$12.00	Taxi to dinner in San Francisco for MJV
10/05/2001 0278	5900	\$45.00	Taxi to San Francisco airport for MJV
10/05/2001 0278	5900	\$33.00	Taxi from Logan Airport for MJV

# BRATTLE EXPENSES

12/12/2001 0178	5462	MISC	\$1,090.00	Annex - JAG (Gas Research Institute) use of 2001 data
10/01/2001 0278	5480		\$35.00	Dinner for MJV while in Washington, DC
10/03/2001 0278	5480		\$32.77	Dinner for MJV in San Francisco, CA
10/04/2001 0278	5480		\$59.00	Business meal by JAD at Scale's/Caffe/Starlight
10/04/2001 0278	5480		\$43.30	Dinner for MJV and JAD at Elizas in San Francisco, CA
10/10/2001 0278	5480		\$12.01	Dinner for PFP at Food Court in SF
10/11/2001 0178	5480		\$30.00	Dinner for GNB in SF
10/11/2001 0178	5480		\$6.17	Dinner for PFP at Si Senior in SF
		MEALS	\$218.25	
09/07/2001 0278	5520		\$22.99	Fedex from The Brattle Group to Bill Lindsay
09/10/2001 0178	5520		\$28.05	Fedex from The Brattle Group to LECG
09/10/2001 0178	5520		\$23.97	Fedex from The Brattle Group to PG&E
09/11/2001 0178	5520		\$6.35	Courier service from The Brattle Group to Dewey Ballantine
09/19/2001 0278	5520		\$18.46	FedEx from Brattle to WWL
09/20/2001 0178	5520		\$12.27	FedEx from Brattle to PG&E
09/21/2001 0278	5520		\$12.73	FedEx from Brattle to WWL
10/09/2001 0178	5520		\$26.01	FedEx from Brattle to PFP in SF
10/18/2001 0178	5520		\$13.73	FedEx Brattle to Adam Schumacher
10/22/2001 0278	5520		\$16.21	FedEx Brattle to WWL
10/23/2001 0178	5520		\$30.76	FedEx Brattle to PG&E
10/25/2001 0178	5520		\$6.35	Action Courier from Brattle to Dewey Ballantine
11/06/2001 0178	5520		\$6.35	Action Courier from Brattle to Dewey Ballantine
11/14/2001 0178	5520		\$12.15	FedEx Brattle to PG&E
11/15/2001 0178	5520		\$6.35	Action Courier from Brattle to Dewey Ballantine
11/21/2001 0578	5520		\$16.67	FedEx Brattle to DB
11/27/2001 0178	5520		\$19.26	0078

11/27/2001 0178	5520	\$6.35	Courier from Brattle to Dewey Ballantine
12/14/2001 0578	5520	\$6.35	Courier from Brattle to Dewey Ballantine
01/16/2002 0178	5520	\$6.35	Courier from Brattle to Dewey Ballantine
02/14/2002 0178	5520	\$6.35	Courier service from Brattle DC office to Dewey Ballantine
<b>FED EX</b>			
		\$304.06	
09/25/2001 0278	5630	\$0.00	Credit for Lodging at Monarch Hotel in Washington, D.C. for Bill Lindsay
10/01/2001 0278	5630	\$222.13	Lodging at Embassy Suites for MJV
10/01/2001 0278	5630	\$222.13	Lodging at Embassy Suites for ALK
10/02/2001 0278	5630	\$222.13	Lodging at Embassy Suites for MJV
10/02/2001 0278	5630	\$222.13	Lodging at Embassy Suites for ALK
10/03/2001 0278	5630	\$214.21	Lodging for JAD at Galleria Park Hotel in San Francisco, CA
10/03/2001 0278	5630	\$213.46	Lodging at Galleria Park Hotel in SF for MJV
10/04/2001 0278	5630	\$218.75	Lodging for JAD at Galleria Park Hotel in San Francisco, CA
10/04/2001 0278	5630	\$213.46	Lodging at Galleria Park Hotel in SF for MJV
10/05/2001 0278	5630	\$99.43	Lodging for JAD at Galleria Park Hotel in San Francisco, CA
10/10/2001 0178	5630	\$322.85	Lodging and hotel fax charge at Palace Hotel in San Francisco for PFP
10/10/2001 0178	5630	\$285.11	Lodging at San Francisco Sheraton Palace for GNB
10/11/2001 0178	5630	\$431.46	Lodging at Palace Hotel in San Francisco for PFP
10/11/2001 0178	5630	\$293.11	Lodging at San Francisco Sheraton Palace for GNB
10/11/2001 0278	5630	\$227.86	Lodging at Embassy Suites in DC for MJV
02/26/2002 0178	5630	\$296.73	Lodging at Monarch Hotel in DC for Romkaew Broehm
<b>LODGIN'</b>			
		\$3,704.95	
09/18/2001 0178	5720	\$46.00	Energy Data Corporation
09/30/2001 0178	5720	\$2,248.08	Lexis Charges for September
09/30/2001 0178	5720	\$12.00	Disclosure Incorporated
10/09/2001 0278	5720	\$623.55	Energy Data Corporation research and xerox charges for October
10/11/2001 0578	5720	\$222.99	Research at George Washington Univ.
10/24/2001 0478	5720	\$2,000.00	Standard & Poor's Compustat for MJV

COOLEY "OII"

Date of service	Name	Hours expenc	Hourly rate	Line fee amount	Desc of services <sup>1</sup>
12/06/01	MARTIN S. SCHENKER	0.3	\$435.00	\$130.50	COMMUNICATIONS WITH S. NEAL RE STRATEGY FOR DEFENDING OII, LEGAL THEORIES
12/06/01	MARTIN S. SCHENKER	0.6	\$435.00	\$261.00	MULTIPLE TELEPHONE CONFERENCES WITH R. BORDON RE OII ISSUES, STRATEGY
12/06/01	MARTIN S. SCHENKER	0.3	\$435.00	\$130.50	TELEPHONE CONFERENCE WITH ATTORNEY FOR EDISON RE OII, LEGAL THEORIES AND DEFENSES
12/07/01	STEVEN G. SKLAYER	2	\$230.00	\$460.00	RESEARCH IMMUNITY ISSUES REGARDING OII
12/07/01	MARTIN S. SCHENKER	0.3	\$435.00	\$130.50	COMMUNICATIONS WITH S. SKLAYER RE LEGAL RESEARCH RE DEFENSES TO OII
12/11/01	JOHN P. KINSEY	3.1	\$190.00	\$589.00	RESEARCH RE POTENTIAL CHALLENGES IN OII HEARING
12/11/01	STEVEN G. SKLAYER	2.5	\$230.00	\$575.00	RESEARCH IMMUNITY ISSUES RELEVANT TO OII
12/11/01	MARTIN S. SCHENKER	0.3	\$435.00	\$130.50	REVIEW MEMOS FROM R. BORDON, B. WORTHINGTON RE DEVELOPMENTS, STRATEGY RE OII
12/12/01	STEPHEN C. NEAL	0.3	\$600.00	\$180.00	ANALYZE ISSUES RAISED IN CLIENT CALL RE OII
12/12/01	STEPHEN C. NEAL	2.2	\$600.00	\$1,320.00	TELEPHONE CONFERENCE WITH M. SCHENKER, B. BORDON RE CPUC OII
12/12/01	JOHN P. KINSEY	4.3	\$190.00	\$817.00	RESEARCH AND DRAFT MEMO RE POTENTIAL DISQUALIFICATION ISSUES IN OII HEARING
12/13/01	BEATREZ MEJIA	4.7	\$270.00	\$1,269.00	INTERVIEW OF B. SMITH, GRC MANAGER FOR OII HEARING
12/13/01	ERIN K. ANDEREGG	0.7	\$120.00	\$84.00	TELEPHONE DISCUSSIONS AND E-MAIL COMMUNICATIONS WITH N. RICHARDSON RE DOCUMENT COLLECTION FOR OII PROCEEDING
12/13/01	ERIN K. ANDEREGG	0.2	\$120.00	\$24.00	TELEPHONE CONVERSATIONS AND MESSAGES WITH M. SCHENKER RE DOCUMENT COLLECTION FOR OII PROCEEDING
12/13/01	BEATREZ MEJIA	0.5	\$270.00	\$135.00	REVIEW AND ANALYZE OII AND OSC AND BACKGROUND DOCUMENTS
12/13/01	STEPHEN C. NEAL	1.2	\$600.00	\$720.00	TELEPHONE CONFERENCES WITH B. BORDON, M. SCHENKER RE OII HEARING
12/13/01	MARTIN S. SCHENKER	0.3	\$435.00	\$130.50	CONFERENCE WITH B. MEJIA RE TASKS, FILING OF DECISION MAKERS PER OII
12/13/01	JOHN P. KINSEY	2.9	\$190.00	\$551.00	RESEARCH RE CRIMINAL CONTEMPT FOR OII HEARING
12/13/01	STEPHEN C. NEAL	1.5	\$600.00	\$900.00	ANALYZE ISSUES TO PREPARE FOR HEARING ON OII
12/14/01	BEATREZ MEJIA	0.5	\$270.00	\$135.00	REVIEW DOCUMENTS RE 2002 NOI FOR OII PROCEEDING
12/17/01	STEPHEN C. NEAL	1.2	\$600.00	\$720.00	TELEPHONE CONFERENCES WITH CLIENT RE OII HEARING
12/17/01	STEPHEN C. NEAL	0.3	\$600.00	\$180.00	TELEPHONE CONFERENCES WITH M. SCHENKER RE OII HEARING
12/17/01	STEPHEN C. NEAL	1	\$600.00	\$600.00	ANALYZE ISSUES AND PREPARE FOR OII HEARING AT CPUC
12/17/01	ERIN K. ANDEREGG	1.7	\$120.00	\$204.00	DEMONSTRATIVE EXHIBITS FOR UPCOMING ADMINISTRATIVE HEARING ON OII
12/17/01	B. DOUGLAS ROBBINS	2.7	\$190.00	\$513.00	EDIT SECTIONS OF TRIAL BRIEF TO CPUC IN OII PROCEEDING, REVIEW CASES CITED IN BRIEF

35.6

\$10,889.50

EXHIBIT 21

HOWARD RICE									
MULTIPLE ATTORNEYS AT HEARINGS (MORE THAN TWO)									
			Full Time Entry			Hearing Portion			
Hearing Date	Person Attending	Hours	Hrly Rate	Fees		Hours	Fees	Description	
<b>January 14, 2002 (Nine People)</b>									
01/14/2002	James L. Lopes	10	\$550.00	\$5,500.00		8.0	4,400	Prepare for and attend disclosure statement hearing (8.0); meeting with senior management re strategy, tactics (2.0)	
01/14/2002	Janet A. Nexon	3.9	\$385.00	\$1,501.50		1.3	501	Telephone call with K. Goishi re Solano contract (2); prepare for and attend meeting re plan supplement (1.8); respond to creditor-client inquiries (5); attend portions of hearing on disclosure statement by telephone conference call (1.3)	
1/14/2002	Kimberly A. Bliss	6.5	\$240.00	\$1,560.00		6.5	1,560	Attend DS hearing and internal conferences re same	
01/14/2002	William J. Lafferty	9.9	\$360.00	\$3,564.00		7.6	2,736	Prepare for, attend hearing re disclosure statement approval (7.6); confer with M. Kessler, O. Cantu re remaining objections re strategy (1.4); attention to matters re meet and confer with committee (.9)	
01/14/2002	Jin H. Kim	6.7	\$240.00	\$1,608.00		6.1	1,464	Prepare for hearing re objections (6); attend hearing re disclosure statement objections (6.1); telephone conversation with M. Romero re remaining objections to disclosure statement (2); conference with K. Bliss re discovery request by San Franci	
01/14/2002	Julie Landau	6.9	\$300.00	\$2,070.00		6.2	1,860	Preparation for disclosure statement hearing; attendance at same and monitoring of same via conference call (5.0); discussions with I. Katsen re solicitation research (2); call L. Winkle re hearing update (2); solicitation research for J. Lopes (2.0)	
01/14/2002	Ceide Zapparoni	7.9	\$255.00	\$2,014.50		5.0	1,275	Monitor teleconference of disclosure statement hearing (2.8); Review amended disclosure statement (3.0); review amended plan (1.3).	
01/14/2002	Imna M. Katsen	7.1	\$240.00	\$1,704.00		2.8	672	Attend portions of hearing on disclosure statement issues by conference call (2.5); telephone conferences with W. Lafferty and W. Mannheim re unresolved objections (3); message from B. Collins re WAPA objection (1); review e-mails from A. Margolin an	
01/14/2002	Therese M. Stewart	3.3	\$395.00	\$1,303.50		2.5	988		
						46.0	15,455		
		Maximum hours @ lowest billing rate (\$240/hr.)				6.5	1,560		
		Adjustment per court's guidelines				-39.5	-13,895		
<b>July 16, 2002 (Nine People)</b>									
01/16/2002	Gary M. Kaplan	3.2	\$340.00	\$1,088.00		1.8	612	Prepare for and attend hearing on motion to extend plan exclusivity (1.8); emails and telephone call with client re same (6); draft proposed order re same (5); Conference with J. Nexon re same (2);	
01/16/2002	William J. Lafferty	1.5	\$360.00	\$540.00		1.5	540	Attend hearing re exclusivity issues	
01/16/2002	Janet A. Nexon	3.2	\$385.00	\$1,232.00		1.2	462	Prepare for and attend meeting re certain gas contracts (2.0); attend portion of disclosure statement hearing (1.2)	
01/16/2002	James L. Lopes	12	\$550.00	\$6,600.00		5.0	2,750	Prepare for and attend hearing re exclusivity (5.0); prepare for and attend hearing re disclosure statement objections (5.5); attend meeting of senior management re strategy, planning (1.5)	
01/16/2002	Amy E. Margolin	4.9	\$310.00	\$1,519.00		3.0	930	Attend hearing on motion to extend exclusivity (3.0); conference with G. Kaplan re same (1); emails re preemption briefs (1); review preemption briefs filed by various governmental agencies (1.4); coordinate further production mechanics for upcoming	



HOWARD RICE									
MULTIPLE ATTORNEYS AT HEARINGS (MORE THAN TWO)									
Hearing Date	Person Attending	Hours	Full Time Entry Hrly Rate	Fees	Hearing Portion Hours	Fees	Description		
01/16/2002	Julie Landau	8.6	\$300.00	\$2,580.00	8.0	2,400	Prepare for and attend continued hearing on disclosure statement (8.0); telephone calls from and to M. Romero re same (2); revise insert to disclosure statement re payment of current taxes and franchise fees and review e-mails from R. Weiss re same (2.400)		
01/16/2002	Ethan P. Schulman	2.6	\$385.00	\$1,001.00	2.0	770	Attend hearing on motion to extend exclusivity period (2.0); internal conferences with K. Bliss, A. Margolin re court's rulings, strategy issues, mediation, etc. (5)		
01/16/2002	Jin H. Kim	6.3	\$240.00	\$1,512.00	6.0	1,440	Attend disclosure statement hearing (6.0); internal conference re hearing (3).		
01/16/2002	Kimberly A. Bliss	3.2	\$240.00	\$768.00	2.9	696	Conference with Blumst re retirement benefits (3); monitor court hearing re disclosure statement objections (2.9)		
Maximum hours @ lowest billing rate (\$240/hr.)				31.4	10,600				
Adjustment per court's guidelines					3.0	720			
					-28.4	-9,880			
<b>January 25, 2002 (Eleven People)</b>									
01/25/2002	James L. Lopes	8	\$550.00	\$4,400.00	6.0	3,300	Prepare for and attend hearing re preemption issues (6.0); attend meeting of senior management re plan, strategy (2.0)		
01/25/2002	Therese M. Stewart	1	\$395.00	\$395.00	1.0	395	Attend portion of hearing on disclosure statement issues, including preemption		
01/25/2002	Bryan Jay Gresham	5.1	\$175.00	\$892.50	1.2	210	Draft proofs of service re preemption requests (1.5); monitor hearing for instructions from attorneys (1.2); prepare documents to forward to attorneys at hearing (1.0); arrange for service of corrected Peters exhibits (1.4)		
01/25/2002	Nathaniel H. Hunt	6.9	\$40.00	\$276.00	3.2	128	Prepare documents for hearing (7); Transport materials to Court for Hearing (6); Listen to hearing and wait on-call for any attorney requests (3.2); File proof of service (5); prepare materials for hearing and transport to Court (1.7); Transmit hearing		
01/25/2002	Amy E. Margolin	7	\$310.00	\$2,170.00	5.0	1,550	Attention to final service mechanics (7); attend preemption hearing (5.0); follow-up re same (7); emails to J. Nexon re same (1); coordinate mail service and preparation of proof of service re corrected Peters exhibits (5)		
01/25/2002	Kimberly A. Bliss	3.1	\$240.00	\$744.00	3.1	744	Monitor DS hearing		
01/25/2002	William J. Lafferty	10.1	\$360.00	\$3,636.00	4.2	1,512	Attend preemption argument (4.2); prepare for, attend continued hearing re disclosure statement (5.5); confer with D. Fleisig re Puget Sound issues (2); confer with J. Landau re open issues re cities and counties (2); review emails re status of cable		

HOWARD RICE									
MULTIPLE ATTORNEYS AT HEARINGS (MORE THAN TWO)									
Hearing Date	Person Attending	Hours	Full Time Entry Hry Rate	Fees	Hearing Portion Hours	Fees	Description		
01/25/2002	Jin H. Kim	9.2	\$240.00	\$2,208.00	3.0	720	Prepare chart (6.2) attend hearing (3.0)		
01/25/2002	Julie Landau	5.5	\$300.00	\$1,650.00	2.1	630	Prepare for hearing on remaining disclosure statement objections and finalize inserts to disclosure statement re same (1.0); review and revise chart summary of remaining objections for court (8); review and revise mediation order (4); attend disclos		
01/25/2002	Amy Bomse	3	\$190.00	\$570.00	3.0	570	Attended Bankruptcy Court hearing on preemption		
01/25/2002	Jeffrey L. Schaffer	2	\$415.00	\$830.00	1.6	664	Attend telephonically portions of hearing on preemption and sovereign immunity issues (1.6); telephone call with P. Pascuzzi's office (1) and internal conferences with W. Lafferty (1) and J. Kim (2) re status of resolution of State and Federal agen		
					33.4	10,423			
		Maximum hours @ lowest billing rate (\$190/hr.)			3.0	570			
		Adjustment per court's guidelines			-30.4	-9,853			
<b>February 7, 2002 (Three People)</b>									
02/07/2002	James L. Lopes	4.5	\$550.00	\$2,475.00	4.5	2,475	Attend hearing re disclosure statement		
02/07/2002	Julie Landau	2.4	\$300.00	\$720.00	2.0	600	Conference with W. Lafferty re Rule 20.A issues re disclosure statement (1); telephone call to R. Meiss re same (1); telephone call to C. Lewis re same (1); analysis re treatment of Rule 20.A allocations as claims (1); attend portion of disclosure		
02/07/2002	William J. Lafferty	7.3	\$360.00	\$2,628.00	4.2	1,512	Prepare for hearing re disclosure statement issues (1.8); attend hearing re disclosure statement issues, conference with client thereafter (4.2); analysis re remaining objections (6); conference re NCPA objection status (7)		
					10.7	4,587			
		Maximum hours @ lowest billing rate (\$300/hr.)			4.5	1,350			
		Adjustment per court's guidelines			-6.2	-3,237			

**MULTIPLE ATTORNEYS AT HEARINGS (MORE THAN TWO)**

		Full Time Entry		Hearing Portion		Description	
Hearing Date	Person Attending	Hours	Hrly Rate	Fees	Hours		Fees
<b>February 27, 2002 (Six People)</b>							
02/27/2002	Janel A. Nexon	1.8	\$385.00	\$693.00	1.8	693	Attend portions of hearing on disclosure statement by telephone
							Review email from C. Warner (1) and further revisions from C. Warner to draft Second Amended Disclosure Statement (.4); attend (telephonically) continued hearing re Plan exclusivity and related Plan
02/27/2002	Jeffrey L. Schaffer	3.7	\$415.00	\$1,535.50	1.6	664	and Disclosure Statement status matters (1.6); revi
02/27/2002	Kimberly A. Bliss	2.8	\$240.00	\$672.00	0.9	216	Team meeting (1.6); attend hearing re appealability and exclusivity by conference call (.9); review and respond to client inquiry re preemption briefing (.3)
02/27/2002	Matthew Schulz	10.1	\$215.00	\$2,171.50	2.9	624	Attend hearing on Appeal from denial of disclosure statement and Rule 54 (b) certification (2.9); research waiver of right to appeal other issues in Memorandum Decision besides express preemption (2.5); draft memorandum summarizing research and conclu
02/27/2002	Therese M. Stewart	7.1	\$395.00	\$2,804.50	2.8	1,106	Revise proposed alternative order re appeal (.5); prepare for hearing on appealability issues (including review of notes, outline points) (2.9); attend hearing and present argument on same (2.8); follow up e-mails re status (.6)
02/27/2002	Ceide Zapparoni	2.9	\$255.00	\$739.50	2.9	740	Attend bankruptcy court preemption appeal order hearing
Maximum hours @ lowest billing rate (\$215/hr.)		12.9		4,042			
Adjustment per court's guidelines		2.9		624			
		-10.0		-3,419			
<b>March 26, 2002 (Three People)</b>							
03/26/2002	James L. Lopes	7.3	\$550.00	\$4,015.00	6.0	3,300	Prepare for and attend hearing re disclosure statement (6.0); meeting with senior management re strategy tactics (1.3)
03/26/2002	William J. Lafferty	10.5	\$360.00	\$3,780.00	10.0	3,600	Prepare for and attend extensive hearing re second amended disclosure statement (10.0); confer with J. Lopes thereafter re status (.2); analysis re required modifications (.3)
03/26/2002	Jin H. Kim	8.5	\$240.00	\$2,040.00	1.5	360	Prepare for Disclosure Statement hearing (1.0); attend Disclosure Statement hearing (1.5)
Maximum hours @ lowest billing rate (\$240/hr.)		17.5		7,260			
Adjustment per court's guidelines		6.0		1,440			
		-11.5		-5,820			
TOTAL ADJUSTMENT PER COURTS GUIDELINES				-46,104			